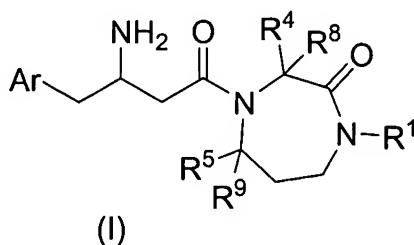


Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application.

Listing of Claims:

Claim 1 (original): A compound of the formula I:



or a pharmaceutically acceptable salt thereof; wherein
each n is independently 0, 1, or 2;

Ar is phenyl substituted with one to five R³ substituents;

R¹ is selected from the group consisting of

hydrogen,

C₁₋₁₀ alkyl, wherein alkyl is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C₁₋₆ alkoxy, carboxy, C₁₋₆ alkyloxycarbonyl, and phenyl-C₁₋₃ alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,

(CH₂)_n-aryl, wherein aryl is unsubstituted or substituted with one to five substituents independently selected from halogen, CN, hydroxy, R², OR², NHSO₂R², NR²SO₂R², SO₂R², CO₂H, and C₁₋₆ alkyloxycarbonyl,

(CH₂)_n-heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three substituents independently selected from hydroxy, halogen, C₁₋₆ alkyl, and C₁₋₆

alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
(CH₂)_n-heterocyclyl, wherein heterocyclyl is unsubstituted or substituted with one to three substituents independently selected from oxo, hydroxy, halogen, C₁₋₆ alkyl, and C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
(CH₂)_n-C₃₋₆ cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C₁₋₆ alkyl, and C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens; and
wherein any methylene (CH₂) carbon atom in R¹ is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C₁₋₄ alkyl unsubstituted or substituted with one to five halogens;

each R³ is independently selected from the group consisting of

hydrogen,
halogen,
cyano,
hydroxy,
C₁₋₆ alkyl, unsubstituted or substituted with one to five halogens,
C₁₋₆ alkoxy, unsubstituted or substituted with one to five halogens,
carboxy,
alkoxycarbonyl,
amino,
NHR²,
NR²R²,
NH₂SO₂R²,
NR²SO₂R²,
NHCOR²,
NR²COR²,
NHCO₂R²,
NR²CO₂R²,

SO_2R^2 ,
 SO_2NH_2 ,
 SO_2NHR^2 , and
 $\text{SO}_2\text{NR}^2\text{R}^2$;

each R^2 is independently C_{1-6} alkyl, unsubstituted or substituted with one to five substituents independently selected from halogen, CO_2H , and C_{1-6} alkyloxycarbonyl;

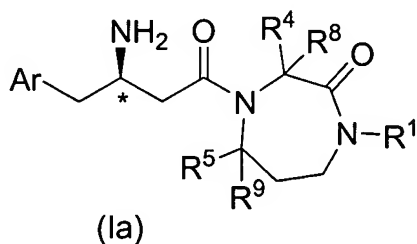
R^4 and R^5 are independently selected from the group consisting of:

hydrogen,
cyano,
carboxy,
 C_{1-6} alkyloxycarbonyl,
 C_{1-10} alkyl, unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkoxy, carboxy, C_{1-6} alkyloxycarbonyl, and phenyl- C_{1-3} alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,
 $(\text{CH}_2)_n$ -aryl, wherein aryl is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
 $(\text{CH}_2)_n$ -heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three substituents independently selected from hydroxy, halogen, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
 $(\text{CH}_2)_n$ -heterocyclyl, wherein heterocyclyl is unsubstituted or substituted with one to three substituents independently selected from oxo, hydroxy, halogen, C_{1-6} alkyl, and C_{1-6} alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
 $(\text{CH}_2)_n$ - C_{3-6} cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C_{1-6} alkyl, and

C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
(CH₂)_nCONR⁶R⁷, wherein R⁶ and R⁷ are independently selected from the group consisting of hydrogen, tetrazolyl, thiazolyl, (CH₂)_n-phenyl, (CH₂)_n-C₃₋₆ cycloalkyl, and C₁₋₆ alkyl, wherein alkyl is unsubstituted or substituted with one to five halogens and wherein phenyl and cycloalkyl are unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C₁₋₆ alkyl, and C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens;
or wherein R⁶ and R⁷ together with the nitrogen atom to which they are attached form a heterocyclic ring selected from azetidine, pyrrolidine, piperidine, piperazine, and morpholine; and wherein said heterocyclic ring is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C₁₋₆ alkyl, and C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens; and wherein any methylene (CH₂) carbon atom in R⁴ or R⁵ is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C₁₋₄ alkyl unsubstituted or substituted with one to five halogens; and

R⁸ and R⁹ are each independently hydrogen or C₁₋₆ alkyl.

Claim 2 (original): The compound of Claim 1 of the formula Ia:



wherein the carbon atom marked with an * has the *R* configuration and Ar, R¹, R⁴, R⁵, R⁸, and R⁹ are as defined in Claim 1.

Claim 3 (original): The compound of Claim 1 wherein R^3 is selected from the group consisting of
hydrogen,
halogen,
cyano,
hydroxy,
C₁₋₆ alkyl, unsubstituted or substituted with one to five halogens, and
C₁₋₆ alkoxy, unsubstituted or substituted with one to five halogens.

Claim 4 (original): The compound of Claim 3 wherein R^3 is selected from the group consisting of hydrogen, fluoro, chloro, bromo, trifluoromethyl, and methyl.

Claim 5 (original): The compound of Claim 4 wherein R^3 is hydrogen, chloro, or fluoro.

Claim 6 (original): The compound of Claim 1 wherein R^1 is selected from the group consisting of:
hydrogen,
C₁₋₆ alkyl, wherein alkyl is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C₁₋₆ alkoxy, carboxy, C₁₋₆ alkyloxycarbonyl, and phenyl-C₁₋₃ alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,
(CH₂)_n-C₃₋₆ cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C₁₋₆ alkyl, and C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens; and
wherein any methylene (CH₂) carbon atom in R^1 is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C₁₋₄ alkyl unsubstituted or substituted with one to five halogens.

Claim 7 (original): The compound of Claim 6 wherein R¹ is selected from the group consisting of
hydrogen,
C₁₋₄ alkyl,
2,2,2-trifluoroethyl,
methoxycarbonylmethyl,
carboxymethyl,
hydroxyethyl,
benzyloxymethyl,
benzyloxyethyl, and
cyclopropyl.

Claim 8 (original): The compound of Claim 7 wherein R¹ is selected from the group consisting of hydrogen, methyl, *tert*-butyl, and cyclopropyl.

Claim 9 (original): The compound of Claim 1 wherein R⁴ and R⁵ are independently selected from the group consisting of:
hydrogen,
C₁₋₁₀ alkyl, unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C₁₋₆ alkoxy, carboxy, C₁₋₆ alkyloxycarbonyl, and phenyl-C₁₋₃ alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,
(CH₂)_n-aryl, wherein aryl is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C₁₋₆ alkyl, and C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
(CH₂)_n-heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three substituents independently selected from hydroxy, halogen, C₁₋₆ alkyl, and C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
(CH₂)_n-heterocyclyl, wherein heterocyclyl is unsubstituted or substituted with one to three substituents independently selected from oxo, hydroxy, halogen, C₁₋₆ alkyl, and

C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
(CH₂)_n-C₃₋₆ cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C₁₋₆ alkyl, and C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
wherein any methylene (CH₂) carbon atom in R⁴ or R⁵ is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C₁₋₄ alkyl unsubstituted or substituted with one to five halogens.

Claim 10 (original): The compound of Claim 9 wherein R⁴ and R⁵ are independently selected from the group consisting of:

hydrogen,
C₁₋₆ alkyl, unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C₁₋₆ alkoxy, carboxy, C₁₋₆ alkyloxycarbonyl, and phenyl-C₁₋₃ alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,
(CH₂)_n-aryl, wherein aryl is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C₁₋₆ alkyl, and C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
(CH₂)_n-heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three substituents independently selected from hydroxy, halogen, C₁₋₆ alkyl, and C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,
(CH₂)_n-C₃₋₆ cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C₁₋₆ alkyl, and C₁₋₆ alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens, and
wherein any methylene (CH₂) carbon atom in R⁴ or R⁵ is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C₁₋₄ alkyl unsubstituted or substituted with one to five halogens.

Claim 11 (original): The compound of Claim 10 wherein R⁴ and R⁵ are independently selected from the group consisting of:

hydrogen,
CH₃,
CH₂CH₃,
CH₂CH(CH₃)₂,
CH₂-cyclopropyl,
CH₂-cyclohexyl,
CH₂OCH₂Ph,
CH₂OH
CH₂Ph,
CH₂(3-OCF₃-Ph),
CH₂(4-OCF₃-Ph),
CH₂(3-CF₃,5-CF₃-Ph),
CH₂(2-CF₃-Ph),
CH₂(2-Cl-Ph),
CH₂(2-Me-Ph),
CH₂(2-Me,5-Me-Ph),
CH₂(2-Ph-Ph),
CH₂(2-F,5-F-Ph),
CH₂(2-F-Ph),
CH₂(2-F,3-F-Ph),
CH₂(2-pyridinyl),
CH₂(3-pyridinyl),
CH₂(4-pyridinyl),
CH₂(1-oxidopyridin-2-yl),
CH₂(1-oxidopyridin-3-yl),
CH₂(1*H*-pyrazol-1-yl),
CH₂(2-F,6-F-Ph), and
CH₂CF₃.

Claim 12 (original): The compound of Claim 11 wherein R⁵ is hydrogen.

Claim 13 (original): The compound of Claim 1 wherein R⁸ and R⁹ are independently selected from hydrogen and methyl.

Claim 14 (original): The compound of Claim 13 wherein R⁸ and R⁹ are hydrogen.

Claim 15 (original): The compound of Claim 1 wherein R¹ is selected from the group consisting of

hydrogen,
C₁₋₄ alkyl,
2,2,2-trifluoroethyl,
methoxycarbonylmethyl,
carboxymethyl,
hydroxyethyl,
benzyloxymethyl,
benzyloxyethyl, and
cyclopropyl;

R³ is hydrogen, chloro, or fluoro;

R⁴ is selected from the group consisting of:

hydrogen,
CH₃,
CH₂CH₃,
CH₂CH(CH₃)₂,
CH₂-cyclopropyl,
CH₂-cyclohexyl,
CH₂OCH₂Ph,
CH₂OH
CH₂Ph,

CH₂(3-OCF₃-Ph),
CH₂(4-OCF₃-Ph), and
CH₂(3-CF₃,5-CF₃-Ph)
CH₂(2-CF₃-Ph),
CH₂(2-Cl-Ph),
CH₂(2-Me-Ph),
CH₂(2-Me,5-Me-Ph),
CH₂(2-Ph-Ph),
CH₂(2-F,5-F-Ph),
CH₂(2-F-Ph),
CH₂(2-F,3-F-Ph),
CH₂(2-pyridinyl),
CH₂(3-pyridinyl),
CH₂(4-pyridinyl),
CH₂(1-oxidopyridin-2-yl),
CH₂(1-oxidopyridin-3-yl),
CH₂(1*H*-pyrazol-1-yl),
CH₂(2-F,6-F-Ph), and
CH₂CF₃; and

R⁸ and R⁹ are hydrogen.

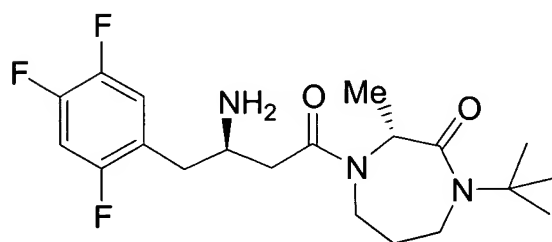
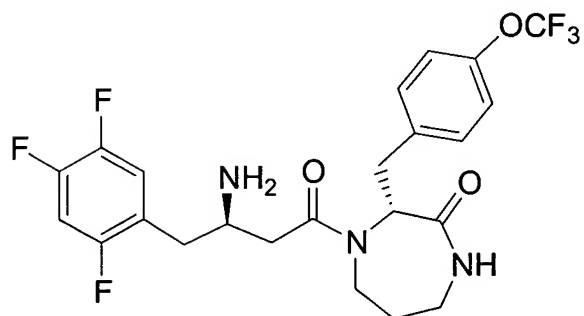
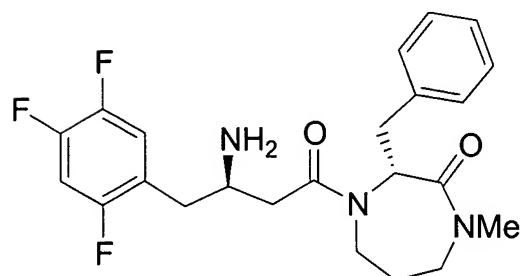
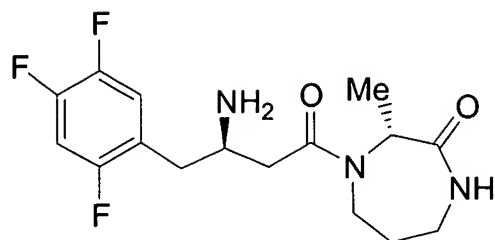
Claim 16 (original): The compound of Claim 15 wherein R⁵ is hydrogen.

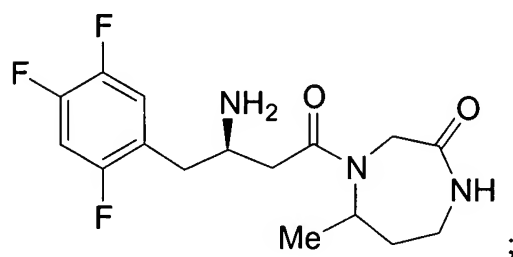
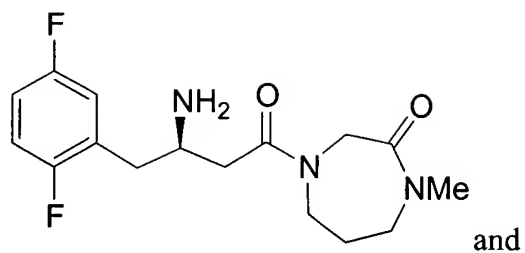
Claim 17 (original): The compound of Claim 15 which is selected from the group consisting of

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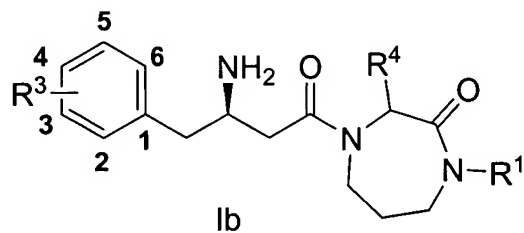
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or a pharmaceutically acceptable salt thereof.

Claim 18 (original): The compound of Claim 15 of structural formula Ib selected from the group consisting of



<u>R³</u>	<u>R⁴</u>	<u>R¹</u>
2-F, 5-F	Me	H
2-F, 4-F, 5-F	CH ₂ -cPr	H
2-F, 4-F, 5-F	Me	Me
2-F, 5-F	Me	Et
2-F, 4-F, 5-F	Me	cPr

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2-F, 5-F	Me	CH ₂ CO ₂ Me
2-F, 4-F, 5-F	Me	CH ₂ CH ₂ OH
2-F, 4-F, 5-F	Me	CH ₂ CH ₂ OCH ₂ C ₆ H ₅
2-F, 4-F, 5-F	Et	Me
2-F, 5-F	Et	Me
2-F, 4-F, 5-F	CH ₂ OH	Me
2-F	CH ₂ Ph	Me
3-F, 4-F	CH ₂ Ph	Me
2-F, 4-F, 5-F	CH ₂ OCH ₂ Ph	Me
2-F, 4-F, 5-F	Et	H
2-F, 4-F, 5-F	CH ₂ Ph	H
3-F, 4-F	CH ₂ Ph	H
2-F, 5-F	CH ₂ (4-OCF ₃ - Ph)	H
2-F, 4-F, 5-F	CH ₂ (3-OCF ₃ - Ph)	H
2-F, 4-F, 5-F	CH ₂ CH(CH ₃) ₂	Me
2-F, 4-F, 5-F	CH ₂ (3-CF ₃ ,5- CF ₃ -Ph)	H
2-F, 5-F	H	H
2-F, 4-F, 5-F	CH ₂ (2-CF ₃ -Ph)	H
2-F, 4-F, 5-F	CH ₂ (2-Cl-Ph)	H
2-F, 4-F, 5-F	CH ₂ (2-CH ₃ - Ph)	H
2-F, 4-F, 5-F	CH ₂ (2-CH ₃ ,5-	H

	CH ₃ -Ph)	
2-F, 4-F, 5-F	Me	CHMe ₂
2-F, 4-F, 5-F	CH ₂ (2-Ph-Ph)	H
2-F, 4-F, 5-F	CH ₂ (2-F,5-F-Ph)	H
2-F, 4-F, 5-F	CH ₂ (2-F-Ph)	H
2-F, 4-F, 5-F	Me	CH ₂ CF ₃
2-F, 4-F, 5-F	CH ₂ (2-F,3-F-Ph)	H
2-F, 4-F, 5-F	CH ₂ (3-pyridyl)	H
2-F, 4-F, 5-F	CH ₂ (2-F-Ph)	CH ₂ CH ₂ CH ₃
2-F, 4-F, 5-F	CH ₂ (4-pyridyl)	H
2-F, 4-F, 5-F	CH ₂ (2-F-Ph)	Me
2-F, 4-F, 5-F	CH ₂ (2-pyridyl)	H
2-F, 4-F, 5-F	CH ₂ (2-F,6-F-Ph)	H
2-F, 4-F, 5-F	CH ₂ CF ₃	H

or a pharmaceutically acceptable salt thereof.

Claim 19 (original): A pharmaceutical composition which comprises a compound of Claim 1 and a pharmaceutically acceptable carrier.

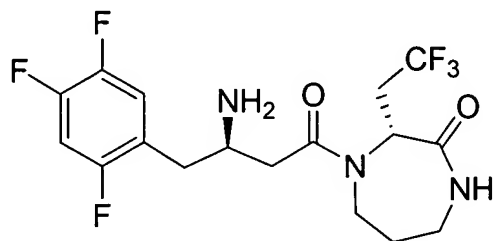
Claim 20 (cancelled)

Claim 21 (original): A method for treating diabetes in a mammal in need thereof which comprises the administration to the mammal of a therapeutically effective amount of a compound of Claim 1.

Claim 22 (original): A method for treating non-insulin dependent (Type 2) diabetes in a mammal in need thereof which comprises the administration to the mammal of a therapeutically effective amount of a compound of Claim 1.

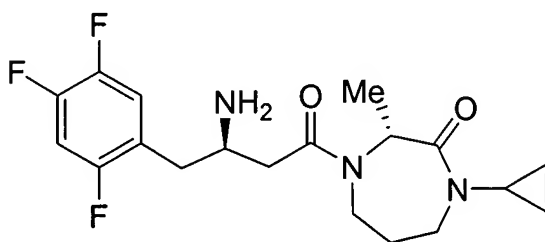
Claim 23-29 (cancelled)

Claim 30 (original): A compound which is:



or a pharmaceutically acceptable salt thereof.

Claim 31 (original): A compound which is:



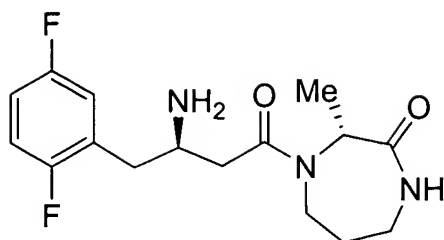
or a pharmaceutically acceptable salt thereof.

Claim 32 (original): A compound which is:

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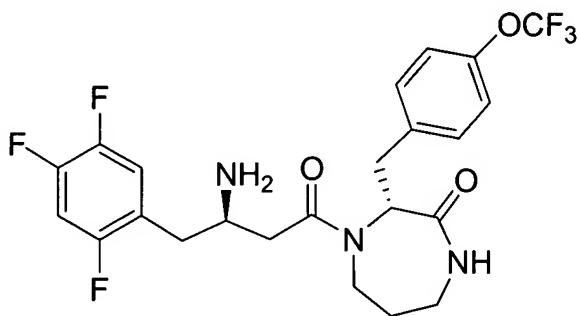
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or a pharmaceutically acceptable salt thereof.

Claim 33 (original): A compound which is:



or a pharmaceutically acceptable salt thereof.